

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)	Chapter 11
)	
W.R. GRACE & CO., <i>et al.</i> ,)	Case No. 01-1139 (JKF)
)	
Debtors.)	Jointly Administered
)	
)	Objection Date: December 5, 2005 @ 4 p.m.
)	Hearing Date: To be determined
)	

**INTERIM FEE APPLICATION FOR APPROVAL OF REIMBURSEMENT OF
EXPENSES OF THE MEMBERS OF THE OFFICIAL COMMITTEE OF
ASBESTOS CLAIMANTS FOR THE PERIOD OF
JULY 1, 2005 THROUGH SEPTEMBER 30, 2005**

Name of Applicant: The Official Committee of Asbestos Claimants

Committee Formation Date: April 12, 2001

Period for which reimbursement is sought: July 1, 2005 through September 30, 2005

Total Amount of Expense Reimbursement \$ 610.25
sought as actual, reasonable and necessary for
applicable period:

This is an: _____ monthly X interim _____ final application.

This is the first consolidated application for reimbursement of expenses of the Members of the Official Committee of Asbestos Claimants.

CUMULATIVE EXPENSE SUMMARY

<u>Committee Member</u>	<u>Total Expenses for Period</u>	<u>Total Expense From The Petition Date</u>
Kazan, McClain, Abrams, Fernandezm Lyons, & Farrise	\$610.25	\$610.25

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EXPENSES OF THE MEMBERS OF THE OFFICIAL COMMITTEE OF
ASBESTOS CLAIMANTS FOR THE PERIOD OF
JULY 1, 2005 THROUGH SEPTEMBER 30, 2005**

Pursuant to 11 U.S.C. §§ 330 and 331, Rule 2016 of the Federal Rules of Bankruptcy Procedure, and the Administrative Order Under 11 U.S.C. §§105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Committee Members (the "Administrative Order"), the Official Committee of Asbestos Claimants ("ACC") hereby submits this Third consolidated application ("Third Consolidated Application") for interim reimbursement of actual and necessary expenses of committee members and their counsel in the total amount of \$610.25 for the period commencing July 1, 2005 through September 30, 2005 (the "Period"). In support of this Third Consolidated Application, the ACC represents as follows:

I. JURISDICTION

1. This Court has subject matter jurisdiction pursuant to 28 U.S.C. §1334.

II. BACKGROUND

2. On April 2, 2001 (the "Petition Date"), the Debtors filed voluntary petitions for relief under Chapter 11 under Title 11 of the United States Code (the "Bankruptcy Code").

3. From the Petition Date through the date of this First Interim Application, the Debtors have continued to operate their businesses and manage their properties as debtors-in-possession, pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

4. On April 12, 2001, the Office of the United States Trustee appointed the Asbestos Personal Injury Claimants Committee pursuant to section 1102 of the Bankruptcy Code consisting of the following members: (i) Fr. John Smutko, c/o Cooney & Conway (ii) Harvey Blair, c/o Goldberg, Persky, & White (iii) Steven Jones, c/o Baron & Budd, P.C. (iv) John Russell, c/o Jacobs & Crumplar (v) Roberta Jeffrey, c/o Kazan, McClain, Edises, Abrams, Fernandez, Lyons, & Farrise (vi) Thomas J. Jones, c/o Kelley & Ferraro, LLC and Ferraro & Associates (vii) Royce N. Ryan, c/o McGarvey, Heberling (viii) Jeanette Parent, c/o Ness & Motley, P.A. (ix) Nathan Phillips, Jr., c/o Robins, Cloud, Greenwood, & Lubel (x) Beverly Mauldin, c/o Silber Pearlman, LLP (xi) Anthony Angiuli, c/o Weitz & Luxenberg.

5. The ACC represents the interests of the asbestos claimants in these cases.

III. RELIEF REQUESTED

6. This is the Third consolidated request the ACC has submitted for allowance and payment of expenses. The ACC requests reimbursement of expenses incurred by the ACC in the total amount of \$610.25 during the Period.

7. The ACC has only applied for reimbursement of actual and necessary out-of-pocket disbursements in connection with meetings the ACC held, meetings related to ACC matters, and hearings held during the Period. Exhibit A, attached hereto, contains a summary of each committee members' and/or their counsel's request for reimbursement, as well as a detailed itemization of travel expenses, lodging, meals and other related expenses and copies of supporting documentation.

8. The following ACC members and their counsel have submitted requests for reimbursement of expenses:

Kazan, McClain, Abrams, Fernandez, Lyons, & Farrise	\$610.25
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9. The costs and expenses incurred by the ACC members' counsel in connection with these meetings were actual and necessary to the preservation of the Debtors' Chapter 11 estates and are allowable administrative expenses pursuant to §503(b) of the Bankruptcy Code.

10. The ACC seeks a allowance of reimbursement of expenses in the total amount of \$610.25 for actual and necessary expenses incurred by the above- identified member and their representatives in connection with the ACC's business during the Period. Several members and/or their representatives have not yet submitted expense reimbursement requests and, therefore, the ACC reserves the right to request a interim allowance of reimbursement of expenses for such members at a future date.

WHEREFORE, the ACC respectfully requests that the Debtors be authorized and directed to make payments to the ACC in the aggregate sum of \$610.25 for reimbursement of actual and necessary expenses incurred during the Period and for this Court to grant such other and further relief as it may deem just and proper.

CAMPBELL & LEVINE, LLC

/s/Kathleen Campbell Davis

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Delaware and Associated Counsel for the
Official Committee of Asbestos Claimants

Dated: November 15, 2005